

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:
	:
THE GREAT ATLANTIC & PACIFIC TEA	:
COMPANY, INC., <i>et al.</i> ,	:
Debtors.	:
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	:
The Official Committee of Unsecured Creditors on	:
behalf of the bankruptcy estate of THE GREAT	:
ATLANTIC & PACIFIC TEA COMPANY, INC., <i>et al.</i> ,	:
	:
Plaintiff,	:
v.	:
	:
McKESSON CORPORATION,	:
	:
Defendant.	:
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**ORDER GRANTING IN PART AND DENYING IN PART PLAINTIFF'S LEAVE TO  
FILE AMENDED COMPLAINT**

Upon consideration of Plaintiff's motion under Federal Rule of Civil Procedure 15 and Federal Rule of Bankruptcy Procedure 7015 for Leave to File an Amended Complaint (the "Motion"), and the papers filed in support and in opposition to that Motion, and all other related pleadings and proceedings, including the record of the hearing held by the Court on the Motion on September 20, 2021; and after due deliberation and for the reasons stated by the Court in its bench ruling at the hearing, the Court having found that (i) the Court has jurisdiction over this matter under 28 U.S.C. § 157(a)-(b) and 1334(b), (ii) notice of the Motion was sufficient and no additional notice is required under the circumstances, and (iii) the legal and factual bases set forth in the Motion establish good and sufficient cause for the relief granted herein; now, therefore,

**IT IS HEREBY ORDERED THAT:**

1. The Motion is GRANTED in part and DENIED in part as provided herein; and
2. Plaintiff is GRANTED leave to file an amended complaint asserting  
(a) affirmative claims for violation of the automatic stay under section 362(a)

of the Bankruptcy Code, 11 U.S.C. § 362(a), and for appropriate relief; and (b) defensive claims for violations of sections 362(a) and/or 542 of the Bankruptcy Code, 11 U.S.C. §§ 362(a) and 542, as a defense to, or setoff or recoupment against, claims asserted by Defendant McKesson Corporation, including claims under section 503(b)(9) of the Bankruptcy Code, 11 U.S.C. § 503(b)(9); and

3. Plaintiff is DENIED leave to file an amended complaint asserting affirmative claims for breach of contract and related turnover under sections 541 and/or 542 of the Bankruptcy Code, 11 U.S.C. §§ 541 and 542; and
4. Plaintiff shall file its amended complaint as authorized hereby on or before 30 days after entry of this Order, and Defendant shall answer or otherwise move with respect to the amended complaint within the time provided in the Bankruptcy Rules.

Dated: White Plains, New York  
September 29, 2021

/s/Robert D. Drain  
THE HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE